

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MARYLAND
(GREENBELT DIVISION)

In re:

Mattress Discounters Corporation and
T.J.B., Inc.,

Debtors.

Chapter 11

Case No. 02-

(Pending Joint Administration)

02-22330
ENTERED

NOV 05 2002

U.S. BANKRUPTCY COURT
DISTRICT OF MARYLAND
GREENBELT

**ORDER AUTHORIZING DEBTORS TO MAKE INSTALLMENT PAYMENTS
WHEN DUE UNDER CERTAIN INSURANCE PREMIUM FINANCE AGREEMENTS**

This matter having come before the Court on the Motion of Debtors for Order Authorizing Debtors to Make Installment Payments When Due Under Certain Insurance Premium Finance Agreements (the "Motion")¹, filed by Mattress Discounters Corporation and T.J.B., Inc. (the "Debtors"); this Court having reviewed the Motion and having heard the statements of counsel in support of the relief requested therein at a hearing before the Court; it appearing to the Court that (a) it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b); due and sufficient notice of the Motion having been given under the circumstances; and the Court having determined that the relief sought in the Motion is in the best interests of the Debtors, their estates, and all parties in interest, and all objections to the Motion having been withdrawn or overruled; therefore, upon the Motion and all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor, it is hereby

29. ORDERED that the Debtors are authorized to make the remaining installment payments when due under the Finance Agreements; and it is further

¹ All capitalized terms used in this Order have the meaning given to them in the Motion unless otherwise specified in this Order.

30. ORDERED that while the Debtors continue to make payments when due under the Financing Agreement, AFCO is deemed adequately protected; and it is further

31. ORDERED that, notwithstanding Fed. R. Bankr. P. 6004(g), this Order shall be effective and enforceable immediately upon entry; and it is further

32. ORDERED that, this Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

Dated: November 5, 2002



UNITED STATES BANKRUPTCY JUDGE

cc:
Mattress Discounters Corporation
T.J.B., Inc.
Hale and Dorr LLP
Arent Fox Kintner Plotkin & Kahn, PLLC
U.S. Trustee
Initial Service List

NOV 12 2002
FBI
BOSTON

EXHIBIT A

EXHIBIT B